

EXHIBIT "C"

GEMWORKS MINING, INC.

Plaza 2000 Tower, 16th Floor
50th and 53rd Street, P.O. Box 9654
Panama 4, Panama
Republic of Panama

3945 State Street
Suite 7-345
Santa Barbara, CA 93105
USA

Telephone: (408) 313-2884 Facsimile: (408) 325-2822
Email: wayne.cattett@comcast.net

ASSIGNMENT OF ASSET

FOR VALUE RECEIVED, the undersigned Forrest Wayne Cattett, Attorney-In-Fact of the company Gemworks Mining, Inc., a Panama Corporation and bearer of the Identity No. 461068 ("Gemworks"), hereby transfers unto B&B Services, Inc., a California Corporation and bearer of the Identity No. 571434 ("B&B"), and its successors and assigns, all rights, title and interest in and to the Assets described in Schedule A, attached hereto and made a part herein.

Gemworks warrants and represents that it has good title to said Assets, full authority to transfer same and that said goods and chattels are being transferred free and clear of all liens, encumbrances, liabilities and adverse claims, of every nature and description.

IN TESTIMONY WHEREOF, Gemworks Mining, Inc., has caused this Assignment to be duly executed on August 22, 2007, at Santa Barbara, California.

By: 
Forrest Wayne Cattett
Attorney-In-Fact

**THE REST OF "EXHIBIT C" (PHOTOGRAPHS) ARE
AVAILABLE FOR INSPECTION
AT THE OFFICES OF REED SMITH LLP**